

**UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND
(NORTHERN DIVISION)**

AMTOTE INTERNATIONAL, INC.

Plaintiff

v.

VeCOMMERCE, INC., *et al.*

Defendants

Civil Action No: MJG 02 CV 3616

STIPULATED ORDER OF DISMISSAL OF ALL CLAIMS WITH PREJUDICE

Plaintiff/Counter-Defendant AmTote International, Inc., and Defendants/Counter-Plaintiffs, VeCommerce, Inc. and VeCommerce, Ltd., by their respective undersigned counsel, pursuant to Rule 41 of the Federal Rules of Civil Procedure, stipulate and agree to the dismissal, with prejudice, of all claims in Plaintiff's Complaint and in Defendants' Counterclaim and respectfully request that the Court approve and order such dismissal. The Stipulation of Dismissal is signed by counsel for all parties who have appeared in this action.

/s/
Steven E. Tiller, #11085
Gregory M. Stone, #24547
Ilana Subar, #25181
WHITEFORD, TAYLOR & PRESTON L.L.P.
Seven Saint Paul Street
Baltimore, MD 21202-1626
(410) 347-8700

*Counsel for Plaintiff/Counter-Defendant
AmTote International, Inc.*

/s/
J. Paul Oetken, #12461
Michael C. Wiles
Carl W. Oberdier
Jessica L. Margolis
(signed by Steven E. Tiller with permission
of Jessica L. Margolis)
DEBEVOISE & PLIMPTON
919 Third Avenue
New York, New York 10022
(212) 909-6000

*Counsel for Defendants/Counter-Plaintiffs
VeCommerce, Inc. and VeCommerce, Ltd.*

APPROVED AND ORDERED:

/ s /

Judge Marvin J. Garbis
United States District Court for the
District of Maryland

January 5, 2004